

MAY 13 '13 -11 2 8 AM

SURFACE TRANSPORTATION BOARD

**FIRST UNION RAIL**

One O'hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018-4214

*Via Fed Ex Overnight*

May 10, 2013

Tel 847 318 7575

Fax 847 318.7588

www.firstunionrail.com

Chief, Section of Administration

Office of Proceedings

Surface Transportation Board

395 E St, S W., Suite 100

Washington, DC 20423-0001

**Re: Memorandum of Lease Termination**

Dear Section Chief.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Lease Termination dated May 7, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memorandum of Lease Agreement which was duly filed with the Surface Transportation Board on May 7, 1998 at 3:27 p.m. under Recordation Number 21377.

The names and addresses of the parties to the enclosed document are:

Lessor. First Union Rail Corporation  
One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Lessee: BNSF Railway Company, f/k/a/  
Burlington Northern Santa Fe Railroad Company  
2650 Lou Menk Drive  
Fort Worth, TX 76131-2830

A description of the railroad equipment covered by the enclosed document is for one hundred forty (140) hopper cars having FURX and RUSX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease Termination

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne

Senior Documentation Specialist

Enclosures

(BNSF040)

MAY 13 '13 -11 28 AM

## MEMORANDUM OF LEASE TERMINATION

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as of May 7, 2013 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of July 1, 1995 (the "Lease"), between Lessor and Burlington Northern Santa Fe Railroad Company (the "Lessee"), a Delaware corporation.

**W I T N E S S E T H:**

WHEREAS, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto, and,

WHEREAS, Lessor and Lessee entered into certain Memorandum of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on May 7, 1998 with primary recordation number 21377.

WHEREAS, certain Equipment has been released and is no longer covered under the Lease; and,

NOW, THEREFORE, the Lessor desires to clarify the public record state as follows

- 1 This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Lease filed with the Surface Transportation Board has been terminated in all respects.
- 2 All of the interests of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease have been terminated
3. Lessor wishes to record this Notice of Termination of Lease and Termination of Memorandum of Lease so as to release the lien with respect to the Equipment

IN WITNESS WHEREOF, the party hereto has caused this Memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation)

LESSOR:

FIRST UNION RAIL CORPORATION

Name. Rick Grossman

Title: Vice President Equipment

Signature: 

**EXHIBIT A  
TO  
MEMORANDUM OF LEASE TERMINATION**

NUMBER OF CARS:           One hundred forty (140)

DESCRIPTION OF CARS     Hopper Rail Cars

CAR NUMBERS:

FURX	815000	FURX	815171	FURX	823491
FURX	815019	FURX	815172	FURX	823496
FURX	815021	FURX	815173	FURX	823498
FURX	815042	FURX	815174	FURX	823500
FURX	815045	FURX	815176	FURX	823501
FURX	815052	FURX	815181	FURX	823502
FURX	815058	FURX	815184	FURX	823511
FURX	815074	FURX	815196	FURX	823512
FURX	815076	FURX	816450	FURX	823514
FURX	815080	FURX	816451	FURX	823518
FURX	815081	FURX	816457	FURX	823519
FURX	815082	FURX	816459	FURX	823523
FURX	815083	FURX	816460	FURX	823525
FURX	815084	FURX	816462	FURX	823526
FURX	815086	FURX	816463	FURX	823530
FURX	815090	FURX	816464	FURX	823531
FURX	815093	FURX	816465	FURX	823534
FURX	815094	FURX	816466	FURX	823537
FURX	815096	FURX	816470	FURX	824484
FURX	815105	FURX	816472	RUSX	005003
FURX	815107	FURX	816474	RUSX	005004
FURX	815108	FURX	816480	RUSX	005010
FURX	815109	FURX	816481	RUSX	005013
FURX	815120	FURX	816494	RUSX	005020
FURX	815122	FURX	823461	RUSX	005023
FURX	815135	FURX	823462	RUSX	005025
FURX	815136	FURX	823463	RUSX	005027
FURX	815138	FURX	823464	RUSX	005028
FURX	815141	FURX	823465	RUSX	005029
FURX	815145	FURX	823466	RUSX	005030
FURX	815146	FURX	823467	RUSX	005031
FURX	815155	FURX	823470	RUSX	005045
FURX	815157	FURX	823471	RUSX	005048
FURX	815159	FURX	823479	RUSX	005056
FURX	815160	FURX	823481	RUSX	005057
FURX	815161	FURX	823482	RUSX	005058
FURX	815162	FURX	823484	RUSX	005614
FURX	815166	FURX	823485	RUSX	005615
FURX	815169	FURX	823487	RUSX	005624
FURX	815170	FURX	823490	RUSX	005629

**EXHIBIT A**  
**TO**  
**MEMORANDUM OF LEASE TERMINATION**

RUSX	005636
RUSX	005637
RUSX	005639
RUSX	005648
RUSX	005650
RUSX	005655
RUSX	005657
RUSX	005664
RUSX	005674
RUSX	005675
RUSX	005678
RUSX	005680
RUSX	005681
RUSX	005682
RUSX	800002
RUSX	800186
RUSX	800194

FURX 815077  
FURX 823469  
FURX 823541